

HUNTON & WILLIAMS LLP
Peter S. Partee
Scott H. Bernstein
200 Park Avenue, 53rd Floor
New York, New York 10166-0136
(212) 309-1000

Hearing Date and Time: June 17, 2009 at 2:00 p.m.

-and-

J.R. Smith (*pro hac vice* pending)
Riverfront Plaza, East Tower
951 East Byrd Street
Richmond, Virginia 23219-4074
(804) 788-8200

Counsel for Genworth Life Insurance Company, formerly known as General Electric Capital Assurance Corporation

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re:	: Chapter 11
	: Case No. 08-13555
LEHMAN BROTHERS HOLDINGS, INC.,	:
<i>et al.</i>	: (JMP)
	: (Jointly Administered)
Debtors.	:
-----X	

**JOINDER OF GENWORTH LIFE INSURANCE COMPANY, FORMERLY KNOWN
AS GENERAL ELECTRIC CAPITAL ASSURANCE CORPORATION TO THE
LIMITED RESPONSE OF BANK OF AMERICA, N.A., MERRILL LYNCH & CO.,
INC. AND THEIR RESPECTIVE AFFILIATES TO THE DEBTORS' MOTION
PURSUANT TO SECTION 502(b)(9) OF THE BANKRUPTCY CODE AND
BANKRUPTCY RULE 3003(c)(3) FOR ESTABLISHMENT OF THE DEADLINE FOR
FILING PROOFS OF CLAIM, APPROVAL OF THE FORM AND MANNER OF
NOTICE THEREOF AND APPROVAL OF THE PROOF OF CLAIM FORM**

TO THE HONORABLE JAMES M. PECK,
UNITED STATES BANKRUPTCY JUDGE:

Genworth Life Insurance Company, formerly known as General Electric Capital Assurance Corporation ("GLIC"), by and through its undersigned counsel, hereby submits this joinder (the "Joinder") to the limited response [Docket No. 3836] (the "Response") filed by

Bank of America, N.A., and Merrill Lynch & Co., Inc. and their respective affiliates to the *Motion Pursuant to Section 502(b)(9) of the Bankruptcy Code and Bankruptcy Rule 3003(c)(3) for Establishment of the Deadline for Filing Proofs of Claim, Approval of the Form and Manner of Notice Thereof and Approval of the Proof of Claim Form* [Docket No. 3654] (the “Motion”).¹

In support of this Joinder, GLIC respectfully states as follows:

GLIC, a party in interest in these proceedings, is a counterparty to a number of Derivatives Contracts with certain of the Debtors. For the reasons set forth in the Response, GLIC objects to the Debtors’ request that the Court require creditors with claims based on Derivatives Contracts or Guarantees to provide information through an online website, in addition to filing a Proof of Claim, without clarification that information provided online will be considered part of the Proof of Claim.

GLIC respectfully submits that, at a minimum, any order granting the Motion must provide that (i) the information submitted through the online website is considered part of the Proof of Claim, and (ii) that such information remains subject to amendment or supplementation, as appropriate and consistent with the Bankruptcy Code, the Bankruptcy Rules and applicable case law.

¹ Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to such terms in the Motion.

Respectfully submitted this 12th day of June 2009.

/s/ Scott H. Bernstein

HUNTON & WILLIAMS LLP

Peter S. Partee

Scott H. Bernstein

200 Park Avenue, 53rd Floor

New York, New York 10166-0136

(212) 309-1000

-and-

J.R. Smith (*pro hac vice* pending)

Riverfront Plaza, East Tower

951 East Byrd Street

Richmond, Virginia 23219-4074

(804) 788-8200

Counsel for Genworth Life Insurance Company, formerly known as General Electric Capital Assurance Corporation